

Baker & Hostetler LLP
45 Rockefeller Plaza
New York, New York 10111
Telephone: (212) 589-4200
Facsimile: (212) 589-4201

Settlement Date: June 19, 2015 at 5:00 p.m.
Objection Deadline: June 18, 2015 at 12:00 p.m.

*Attorneys for Irving H. Picard, Trustee
for the Substantively Consolidated SIPA Liquidation
of Bernard L. Madoff Investment Securities LLC
and the Estate of Bernard L. Madoff*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Debtor.

Adv. Pro. No. 08-1789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

IRVING H. PICARD, Trustee for the Liquidation of
Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

DEFENDANTS LISTED ON APPENDIX A
ATTACHED HERETO,

Adv. Pro. Nos. listed on Appendix A
Attached Hereto

Defendants.

NOTICE OF SETTLEMENT OF ORDER

PLEASE TAKE NOTICE that pursuant to the Memorandum Decision Regarding
Omnibus Motions to Dismiss entered June 2, 2015, and in accordance with Local Bankruptcy
Rule 9074-1(a), the undersigned will present the attached proposed order to the Honorable Stuart

M. Bernstein, United States Bankruptcy Judge, for settlement and signature in his chambers located at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY, 10004 on **June 19, 2015 at 12:00 p.m.**

PLEASE TAKE FURTHER NOTICE that the Trustee has consulted with, and endeavored to obtain the consent of, the majority of the Defendants, and the attached proposed order generally reflect those discussions, but to the extent there is a counter-proposed order or objection to the proposed order, it must be in writing and filed with the Clerk of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004, by no later than **June 18, 2015 at 5:00 p.m.** ("Objection Deadline"), with a courtesy copy delivered to the chambers of the Honorable Stuart M. Bernstein; and served upon (a) Baker & Hostetler LLP, counsel for the Trustee, 45 Rockefeller Plaza, New York, NY 10111, Attn: David J. Sheehan, Esq., and (b) Securities Investor Protection Corporation, 805 Fifteenth Street, NW, Suite 800, Washington, D.C. 20005, Attn: Kevin H. Bell, Esq. Any objection to the proposed order must specifically state the interest that the objecting party has in these proceedings and the specific basis of any objection. Unless a counter-proposed order or written objection to the proposed order is received before the objection deadline, the proposed order may be signed and entered by the Court without further notice.

Dated: New York, New York
June 15, 2015

Respectfully submitted,

/s/ David J. Sheehan
Baker & Hostetler LLP
45 Rockefeller Plaza
New York, New York 10111
Telephone: (212) 589-4200
Facsimile: (212) 589-4201
David J. Sheehan
Email: dsheehan@bakerlaw.com

*Attorneys for Irving H. Picard, Trustee for the
Substantively Consolidated SIPA Liquidation of*

*Bernard L. Madoff Investment Securities LLC and
Estate of Bernard L. Madoff*

As to the following actions:

Picard v. Robert Yaffe, et al., Adv. Pro. No. 10-04380; Picard v. David Abel, Adv. Pro. No. 10-04381; Picard v. Triangle Properties #39, et al., Adv. Pro. No. 10-04406; Picard v. Judith Rechler, Adv. Pro. No. 10-04412; Picard v. Roger Rechler Revocable Trust, et al., Adv. Pro. No. 10-04474; Picard v. Armand Lindenbaum, Adv. Pro. No. 10-04481; Picard v. Bevro Realty Corp. Defined Benefit Pension Plan, et al., Adv. Pro. No. 10-05051; Picard v. Reckson Generation, et al., Adv. Pro. No. 10-05135; Picard v. Bert Brodsky Associates, Inc. Pension Plan, et al., Adv. Pro. No. 10-05148; Picard v. Stanley I. Lehrer, individually, et al., Adv. Pro. No. 10-05259; Picard v. Realty Negotiators Inc., Defined Benefit Pension Plan, et al., Adv. Pro. No. 10-05438

/s/ Howard L. Simon

WINDELS MARX LANE & MITTENDORF, LLP
156 West 56th Street
New York, New York 10019
Telephone: (212) 237-1000
Facsimile: (212) 262-1215
Howard L. Simon
Email: hsimon@windelsmarx.com
Kim M. Longo
Email: klongo@windelsmarx.com

Special Counsel to Irving H. Picard, Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff

As to the following action:

Picard v. Ken-Wen Family Limited P'ship, et al., Adv. Pro. No. 10-04468

/s/ Matthew Lunn

YOUNG CONAWAY STARGATT & TAYLOR, LLP
Rockefeller Center
1270 Avenue of the Americas, Suite 2210
New York, NY 10020
Telephone: (212) 332-8840
Facsimile: (212) 332-8855
Matthew B. Lunn
Email: mlunn@ycst.com
Justin P. Duda
Email: jduda@ycst.com

Special Counsel to Irving H. Picard, Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	Adv. Pro. No. 08-1789 (SMB)
BERNARD L. MADOFF INVESTMENT SECURITIES LLC,	SIPA LIQUIDATION
Debtor.	(Substantively Consolidated)
IRVING H. PICARD, Trustee for the Liquidation of Bernard L. Madoff Investment Securities LLC,	
Plaintiff,	
v.	
DEFENDANTS LISTED ON APPENDIX A ATTACHED HERETO,	Adv. Pro. Nos. listed on Appendix A Attached Hereto
Defendants.	

**ORDER GRANTING IN PART AND DENYING IN PART
DEFENDANTS' MOTION TO DISMISS**

The Defendants listed on Appendix A attached hereto (collectively, "Defendants") have filed motions to dismiss (the "Motions to Dismiss") complaints or amended complaints filed against them by Plaintiff Irving H. Picard, as trustee ("Trustee") for the substantively consolidated liquidation of Bernard L. Madoff Investment Securities LLC ("BLMIS") under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa, *et seq.* ("SIPA") and the substantively consolidated estate of Bernard L. Madoff (the "Complaints").

On January 17, 2014 and March 10, 2014, the Trustee and the Securities Investor Protection Corporation ("SIPC") filed separate memoranda of law opposing the Motions to

Dismiss (the “Opposition Briefs”). On or before March 17, 2014, certain Defendants filed reply briefs in further support of their respective Motions to Dismiss (the “Reply Briefs”).

On September 17, 2014, a hearing on the Motions to Dismiss was held by the Honorable Stuart M. Bernstein (the “Hearing”). Before and after the Hearing, various parties submitted supplemental authorities and other submissions to the Court. The Court, having reviewed the Motions to Dismiss, the Opposition Briefs, the Reply Briefs, the supplemental authorities and other submissions, and having heard the argument of counsel at the Hearing, granted in part and denied in part the Motions to Dismiss for reasons set forth in its Memorandum Decision Regarding Omnibus Motions to Dismiss (the “Decision”) entered June 2, 2015.

Accordingly, it is hereby **ORDERED** that:

1. As to counts in each Complaint included on Appendix A attached hereto in which the Trustee sought to avoid obligations pursuant to sections 548(a)(1) and 544 of the Bankruptcy Code, applicable provisions of SIPA including sections 78fff(b) and 78fff-1(b) and New York Debtor and Creditor Law (the “Obligations Counts”), the Motions to Dismiss are granted with respect to the Obligations Counts and such counts are hereby dismissed from each Complaint.

2. As to the count in each complaint included on Appendix A attached hereto seeking to recover subsequent transfers from subsequent transferee defendants pursuant to section 550(a) of the Bankruptcy Code, applicable provisions of SIPA including section 78fff-2(c)(3) and New York Debtor and Creditor Law (the “Subsequent Transferee Count”), the Trustee shall determine on or before August 17, 2015 (the “Consideration Period”) whether (i) the Trustee intends to amend the subsequent transferee allegations in a Complaint, or (ii) the Subsequent Transferee Count will be dismissed without prejudice.

3. Should the Trustee seek to amend the Subsequent Transferee Count, he will seek Defendants' written consent to an amendment of the subsequent transferee allegations in a manner consistent with the Decision, which written consent will not be unreasonably withheld. If necessary, the Trustee will seek leave of the Court to amend in accordance with Rule 15(a)(2) of the Federal Rules of Civil Procedure. Should no request for consent to the amendment of a Complaint be provided to the relevant Defendant prior to the expiration of the Consideration Period, the Subsequent Transferee Count in that Complaint will be deemed dismissed without prejudice.

4. In all other respects, the Motions to Dismiss are denied.

5. All Defendants that are parties to Complaints for which Subsequent Transferee Counts have been deemed dismissed at the conclusion of the Consideration Period shall file their answers to the Complaints within 30 days following the expiration of the Consideration Period, or September 16, 2015. Defendants will move forward thereafter on schedules to be established by further order of the Court after consultation among the parties.

6. All actions in which Trustee seeks leave to amend the Complaint will move forward thereafter on a schedule consistent with the applicable Rules of Civil Procedure, including, without limitation, Rule 15(a)(3).

7. This Court retains jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
_____, 2015

HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

APPENDIX A

	Adv. Pro. No.	Defendant(s)	Counsel for Defendant(s)
1.	10-05255	Picard v. Stefanelli Investors Group, et al.	Delbello Donnellan Weingarten Wise & Wiederkehr, LLP
2.	10-04861	Picard v. Harold J. Hein	Dentons LLP
3.	10-04401	Picard v. Rose Gindel Trust, et al.	Dentons LLP
4.	10-05085	Picard v. Eugene J. Ribakoff 2006 Trust, et al.	Dentons LLP
5.	10-05424	Picard v. The Frederica Ripley French Rev. Trust, et al.t	Dentons LLP
6.	10-05224	Picard v. David R. Markin, et al.	Dentons LLP
7.	10-04925	Picard v. Alvin Gindel Rev. Trust, et al.	Dentons LLP
8.	10-05384	Picard v. Neil Reger Profit Sharing Keogh, et al.	Dentons LLP
9.	10-04966	Picard v. Onesco International, Ltd., et al	Lax & Neville LLP/ Milberg LLP
10.	10-04335	Picard v. Aspen Fine Arts Co., et al.	Milberg LLP
11.	10-04978	Picard v. Estate of Ira S. Rosenberg, et al	Milberg LLP
12.	10-04741	Picard v. William M. Woessner Family Trust, et al.	Milberg LLP
13.	10-04944	Picard v. Pergament Equities LLC, et al.	Pryor Cashman LLP
14.	10-05194	Picard v. Bruce D. Pergament, et al.	Pryor Cashman LLP
15.	10-04341	Picard v. James P. Marden, et al.	Pryor Cashman LLP
16.	10-04348	Picard v. Marden Family Limited Partnership, et al.	Pryor Cashman LLP
17.	10-05439	Picard v. Avram J. Goldberg, et al.	Pryor Cashman LLP
18.	10-05118	Picard v. Charlotte M. Marden, et al.	Pryor Cashman LLP
19.	10-04575	Picard v. Boslow Family Limited Partnership, et al.	Pryor Cashman LLP

20.	10-04352	Picard v. RAR Entrepreneurial Fund LTD, et al.	Becker & Poliakoff LLP
21.	10-04362	Picard v. Sage Associates, et al.	Becker & Poliakoff LLP
22.	10-04400	Picard v. Sage Realty, et al.	Becker & Poliakoff LLP
23.	10-04712	Picard v. Joseph S. Popkin Revocable Trust Dated February 9, 2006, a Florida Tr	Becker & Poliakoff LLP
24.	10-05157	Picard v. The Harnick Brothers Partnership, et al.	Becker & Poliakoff LLP
25.	10-05196	Picard v. Whitman 1990 Trust U/A DTD 4/13/90, etc., et al	Becker & Poliakoff LLP
26.	12-01706	Picard v. Estate of Nathan Schupak	Becker & Poliakoff LLP